

REQUEST FOR PROPOSALS
for
BOND COUNSEL
Proposal Number BC-02-22-06-20

BOARD OF COUNTY COMMISSIONERS
LEON COUNTY, FLORIDA

RFP Title: Request for Proposals for Bond Counsel
Proposal Number: BC-02-22-06-20
Opening Date: Wednesday, February 22, 2006 at 2:00 p.m.

**REQUEST FOR PROPOSALS
AS BOND COUNSEL TO
LEON COUNTY, FLORIDA**

The Board of County Commissioners of Leon County, Florida, is seeking to locate counsel with extensive experience in bond and public finance law to serve as bond counsel to Leon County. This document invites your firm to submit a proposal to perform bond counsel services for the County through the Office of the County Attorney.

QUALIFICATIONS

1. Your firm must maintain a law office with a substantial practice within the State of Florida.
2. In order to be considered as bond counsel to Leon County, Florida, your firm must be listed in the most recent edition of The Bond Buyer's Directory of Municipal Bond Dealers of the United States.
3. Your firm must possess demonstrated ability, knowledge, and expertise to provide bond counsel services to Leon County. Preference will be given to those firms with a local presence. It is important that you have sufficient depth of talent and are able to allot a sufficient amount of time to meet the sometimes great demand that Leon County will place upon its bond counsel and be in a position to respond quickly and efficiently.

INFORMATION TO BE PROVIDED

The following information must be provided:

1. A listing and profile of all attorneys with your firm who have experience as bond counsel. A response to this section should also include information as to the length of time that your firm has provided bond counsel services.
2. Résumés of partners and principals who will be assigned to the Leon County account, which information should include an indication of the experience that each attorney possesses relative to bond counsel representation. Résumés of partners and principals whose primary function with the firm is to provide tax expertise as it relates to matters of public finance, and a designation of which of such persons shall be assigned to the Leon County account. Please indicate the primary partner that will be responsible for the Leon County account. Location of offices of persons who will be assigned to the Leon County account.
3. Résumés of associates or other staff that you anticipate assigning to the Leon County account.
4. Please also describe your entire firm's tax issues capability and experience in handling complex tax questions and opinions.
5. A listing of specific bond issues, including any sales tax supported revenue bonds, with the attendant cover page of the Official Statement for such issues, within the last five (5) years for which your firm has served as bond counsel and has issued an opinion. A response to this section should include information which is representative of the type of bonds and which reflect the variety of bond issues in which your firm has been involved. Please include information as to whether litigation has resulted arising out of these opinions and provide details.

When providing an answer to the questions contained in this section, please include the following information:

- a. Purpose of issue (housing, industrial development, public improvement, etc.);
- b. Type of issue (general obligation revenue);
- c. Size of issue and term of bonds;
- d. Manner in which sold (competitive bid or negotiated);

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- e. Governmental unit issuing bonds; and
 - f. Form of bond counsel opinion used if other than the Model Opinion as promulgated by the National Association of Bond Lawyers.
6. A description of the general capabilities of your firm, including information relating to total size and staffing, research capability, professional staff and clerical support, previous representations of public sector clients in Florida, including Leon County.
7. A discussion of whether or not your firm would have a preference to act as bond counsel with regard to matters associated with only one area of bonds, or general or special obligation bonds and revenue bonds of the County (refunding, services relating to outstanding issues, general advice, etc., and all services for any new issues).
8. Please identify all pending litigation, or litigation concluded within the past five years, related to public finance in which your firm or any predecessor firm is a named defendant. For each such case or claim state:
- a. The style of the case;
 - b. A summary of the nature of the case or claim;
 - c. The status of the case or claim (i.e., in Circuit Court, on appeal to the District Court; awaiting Certiorari);
 - d. The approximate dollar amount involved, if any; and,
 - e. Improper conduct alleged, if any.
9. Please state whether your firm has current malpractice insurance for tax exempt securities issues. If your firm is insured, please state:
- a. Name of carrier and policy number;
 - b. Effective dates of insurance;
 - c. Policy exclusions, if any; and
 - d. Current coverage amounts.
- Furthermore, please provide all pertinent information on any and all litigation against your firm or attorneys within your firm which is currently pending or which has been settled within the past five years for other than nominal amounts.
10. Please list any existing or potential conflicts of interest your firm may have which may be affected under this program, including but not limited to representation of entities or persons which are or may be doing business with or are employed by Leon County, have applications planned or pending for development orders or approvals or other land use review, and/or have claims for damages against Leon County or the Constitutional Officers of Leon County. Should present or potential conflicts exist, please specify the party with which there is a conflict, the nature of the conflict, and whether the prospective counsel would or would not set aside or resign from the engagement or representation creating the conflict in favor of Leon County.
11. Please state your firm's experience in tax matters relating to compliance with the Internal Revenue Code Regulations and Rulings regarding arbitrage consideration in tax exempt financing and whether tax advice is available within the firm. If your firm does not have in-house experience, please state how you have previously handled tax questions.
12. Minority/Women Business Enterprise Requirements
- It is the policy of the Leon County Board of County Commissioners to institute and maintain an effective Minority/Women Business Enterprise Program. This program shall:
- a. Eliminate any policies and/or procedural barriers that inhibit M/WBE participation in our procurement process.

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- b. Established goals designed to increase M/WBE utilization.
- c. Provide increased levels of information and assistance available to M/WBEs.
- d. Implement mechanisms and procedures for monitoring M/WBE compliance by prime contractors.

Each bidder is strongly encouraged to secure M/WBE participation through purchase of those goods or services to be provided by others. Firms responding to this RFP are hereby made aware of the County's goals for M/WBE utilization. Respondents should contact Gary W. Johnson, Leon County M/WBE Director, at phone (850) 606-1650; fax (850) 606-1651 for additional information. Respondents must complete and submit the attached Minority/Women Business Enterprise Participation Plan form. **Failure to submit the form will result in a determination of non-responsiveness for your proposal.**

As a part of the selection process for this project, the ranking procedure will provide a maximum of ten (10) percent of the total score where M/WBE's are used as follows:

<u>M/WBE Participation Level</u>	<u>Points</u>
The respondent is certified as a Minority/Woman Business Firm with Leon County, as defined in the County's M/WBE policy.	10
The respondent is a joint venture of two or more firms/individuals with a minimum participation in the joint venture of at least 20% by certified minority/women business firms/individuals.	8
The respondent has certified that a minimum of 15.5% of the ultimate fee will be subcontracted to certified M/WBE Firm(s), and has identified in the proposal the M/WBE Firm(s) that it intends to use.	6

13. **PUBLIC ENTITY CRIMES STATEMENT:** Any person submitting a proposal in response to this invitation must execute the enclosed Sworn Statement Under Section 287.133(3)(a), Florida Statutes, On Public Entity Crimes, including proper check(s), in the space(s) provided, and enclose it with the bid/proposal. However, if you have provided the completed form to the submittal address listed in this invitation and it was received on or after January 1, 2006, the completed form is not required for the balance of the calendar year.

A person or affiliate who has been placed on the convicted vendor list following a conviction for a public entity crime may not submit a bid on a contract to provide any goods or services to a public entity, may not submit a bid on a contract with a public entity for the construction or repair of a public building or public work, may not submit bids on leases of real property to a public entity, may not be awarded or perform work as a contractor, supplier, subcontractor, or consultant under a contract with any public entity, and may not transact business with any public entity in excess of the threshold amount provided in Section 287.017, for CATEGORY TWO for a period of 36 months from the date of being placed on the convicted vendor list.

GENERAL INFORMATION

1. An **ORIGINAL** and five (5) copies of the Response must be furnished on or before the deadline of Wednesday, February 22, 2006 at 2:00 PM. Responses will be retained as property of the County. **The ORIGINAL of your reply must be clearly marked "Original" on its face and must contain an original, manual signature of an authorized representative of the responding firm or individual**, all other copies may be photocopies. Late proposals may be rejected by the County. The proposals should be forwarded in a sealed envelope/package addressed to:

**Request for Proposals for Bond Counsel
Purchasing Division
Leon County Board of County Commissioners
2284 Miccosukee Road
Tallahassee, Florida 32308**

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2. *All communications and questions concerning the request for proposal should be directed only to Keith Roberts, Purchasing Director, at (850) 606-1600. This includes any questions concerning the required submittals, evaluation criteria, proposal schedule, and selection process. Only those communications which are in writing from the County may be considered as a duly authorized expression on the behalf of the Board. Also, only communications from firms which are in writing and signed will be recognized by the Board as duly authorized expressions on behalf of proposers.*
3. Leon County reserves the right to reject any or all proposals, to further negotiate any proposals, to waive any irregularities or informality, to accept or reject any items or combination of items, to request clarification of information submitted in any proposal, and to request additional information from any proposer. Only responses which provide complete information in accordance with the requirements of this Request for Proposals will be considered for evaluation. All proposals submitted shall be valid for a period of ninety days from the date of submission.
4. Leon County will not be liable for any costs incurred by your firm in the preparation and production of a response to this request, or for the costs of any services performed prior to the selection of special tax counsel. All proposals and materials submitted in conjunction with the proposals will become the property of Leon County for use as deemed appropriate.
5. Please include the name, address, and telephone number of a person within your firm who will be the firm's primary contact concerning this request. All responses should be in the form of a separate sealed proposal.
6. Special Accommodation: Any person requiring a special accommodation at a Pre-Bid Conference or Bid/RFP opening because of a disability should call the Division of Purchasing at (850) 606-1600 at least five (5) workdays prior to the Pre-Bid Conference or Bid/RFP opening. If you are hearing or speech impaired, please contact the Purchasing Division by calling the County Administrator's Office using the Florida Relay Service which can be reached at 1(800) 955-8771 (TDD).
7. Proposers are expected to carefully examine the scope of services, and evaluation criteria and all general and special conditions of the request for proposals prior to submission. Each Vendor shall examine the RFP documents carefully; and, no later than seven (7) calendar days prior to the date for receipt of proposals, he shall make a written request to the Owner for interpretations or corrections of any ambiguity, inconsistency, or error which he may discover. All interpretations or corrections will be issued as addenda. The County will not be responsible for oral clarifications.

Only those communications which are in writing from the County may be considered as a duly authorized expression on the behalf of the Board. Also, only those communications from firms which are in writing and signed will be recognized by the Board as duly authorized expressions on behalf of proposers.
8. Responses to the RFP received prior to the time of opening will be secured unopened. The Purchasing Agent, whose duty it is to open the responses, will decide when the specified time has arrived and no proposals received thereafter will be considered.
9. The Purchasing Agent will not be responsible for the premature opening of a proposal not properly addressed and identified by Proposal number on the outside of the envelope/package.
10. Certification Regarding Debarment, Suspension, and Other Responsibility Matters: The prospective primary participant must certify to the best of its knowledge and belief, that it and its principals are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any Federal department or agency and meet all other such responsibility matters as contained on the attached certification form.
11. Audits, Records, And Records Retention

The Contractor shall agree:

- a. To establish and maintain books, records, and documents (including electronic storage media) in accordance with generally accepted accounting procedures and practices, which sufficiently and properly reflect all revenues and expenditures of funds provided by the County under this contract.

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- b. To retain all client records, financial records, supporting documents, statistical records, and any other documents (including electronic storage media) pertinent to this contract for a period of five (5) years after termination of the contract, or if an audit has been initiated and audit findings have not been resolved at the end of five (5) years, the records shall be retained until resolution of the audit findings or any litigation which may be based on the terms of this contract.
- c. Upon completion or termination of the contract and at the request of the County, the Contractor will cooperate with the County to facilitate the duplication and transfer of any said records or documents during the required retention period as specified in paragraph 1 above.
- d. To assure that these records shall be subject at all reasonable times to inspection, review, or audit by Federal, state, or other personnel duly authorized by the County.
- e. Persons duly authorized by the County and Federal auditors, pursuant to 45 CFR, Part 92.36(l)(10), shall have full access to and the right to examine any of provider's contract and related records and documents, regardless of the form in which kept, at all reasonable times for as long as records are retained.
- f. To include these aforementioned audit and record keeping requirements in all approved subcontracts and assignments.

12. Monitoring

To permit persons duly authorized by the County to inspect any records, papers, documents, facilities, goods, and services of the provider which are relevant to this contract, and interview any clients and employees of the provider to assure the County of satisfactory performance of the terms and conditions of this contract.

Following such evaluation, the County will deliver to the provider a written report of its findings and will include written recommendations with regard to the provider's performance of the terms and conditions of this contract. The provider will correct all noted deficiencies identified by the County within the specified period of time set forth in the recommendations. The provider's failure to correct noted deficiencies may, at the sole and exclusive discretion of the County, result in any one or any combination of the following: (1) the provider being deemed in breach or default of this contract; (2) the withholding of payments to the provider by the County; and (3) the termination of this contract for cause.

13. Equal Opportunity/Affirmative Action Requirements

The contractors and all subcontractors shall agree to a commitment to the principles and practices of equal opportunity in employment and to comply with the letter and spirit of federal, state, and local laws and regulations prohibiting discrimination based on race, color, religion, national region, sex, age, handicap, marital status, and political affiliation or belief.

For federally funded projects, in addition to the above, the contractor shall agree to comply with Executive Order 11246, as amended, and to comply with specific affirmative action obligations contained therein.

In addition to completing the Equal Opportunity Statement, the Respondent shall include a copy of any affirmative action or equal opportunity policies in effect at the time of submission.

CRITERIA FOR SELECTION AND EVALUATION

All written proposals will be reviewed by the Leon County Financial Advisory Committee, as well as other appropriate County staff, and will be evaluated on the basis of the perceived ability of the firm to meet the demands of Leon County in a timely and efficient manner. Experience, depth of legal talent, availability of facilities and resources, accessibility, and minimum fee requirement, if any, will also be considered.

Further, a review of the firm's actual or potential conflicts of representation will be considered and will be an important factor considered by Leon County in the selection of bond counsel. In general, it has

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been the policy of the County Attorney's Office that its bond counsel (including the firm and any individual attorney within the firm) may not represent any party (e.g., underwriters, developers, trustees, etc.) other than Leon County in connection with any Leon County financing.

Personal interviews may be conducted at the discretion of the Financial Advisory Committee and/or the Board of County Commissioners. A recommendation shall then be made to the Board of County Commissioners which shall make the final selection(s). It is possible that more than one firm will be selected by the County Commission to perform the services that have been identified. The work that each firm will be assigned will depend on the type of financing involved and the ability of each firm to respond to the demand, with an attempt to assure equitable distribution.

**SWORN STATEMENT UNDER SECTION 287.133(3)(a),
FLORIDA STATUTES, ON PUBLIC ENTITY CRIMES**

**THIS FORM MUST BE SIGNED AND SWORN TO IN THE PRESENCE OF A NOTARY PUBLIC OR
OTHER OFFICIAL AUTHORIZED TO ADMINISTER OATHS.**

1. This sworn statement is submitted to Leon County Board of County Commissioners
by _____
[print individual's name and title]
for _____
[print name of entity submitting sworn statement]
whose business address is:

and (if applicable) its Federal Employer Identification Number (FEIN) is _____.

(If the entity has no FEIN, include the Social Security Number of the individual signing this sworn statement: _____).

2. I understand that a "public entity crime" as defined in Paragraph 287.133(1)(g), Florida Statutes, means a violation of any state or federal law by a person with respect to and directly related to the transaction of business with any public entity or with an agency or political subdivision of any other state or of the United States, including, but not limited to, any bid or contract for goods or services to be provided to any public entity or an agency or political subdivision of any other state or of the United States and involving antitrust, fraud, theft, bribery, collusion, racketeering, conspiracy, or material misrepresentation.
3. I understand that "convicted" or "conviction" as defined in Paragraph 287.133(1)(b), Florida Statutes, means a finding of guilt or a conviction of a public entity crime, with or without an adjudication of guilt, in any federal or state trial court of record relating to charges brought by indictment or information after July 1, 1989, as a result of a jury verdict, non-jury trial, or entry of a plea of guilty or nolo contendere.
4. I understand that an "affiliate" as defined in Paragraph 287.133(1)(a), Florida Statutes, means:
1. A predecessor or successor of a person convicted of a public entity crime; or
 2. An entity under the control of any natural person who is active in the management of the entity and who has been convicted of a public entity crime. The term "affiliate" includes those officers, directors, executives, partners, shareholders, employees, members, and agents who are active in the management of an affiliate. The ownership by one person of shares constituting a controlling interest in another person, or a pooling of equipment or income among persons when not for fair market value under an arm's length agreement, shall be a prima facie case that one person controls another person. A person who knowingly enters into a joint venture with a person who has been convicted of a public entity crime in Florida during the preceding 36 months shall be considered an affiliate.
5. I understand that a "person" as defined in Paragraph 287.133(1)(e), Florida Statutes, means any natural person or entity organized under the laws of any state or of the United States with the legal power to enter into a binding contract and which bids or applies to bid on contracts for the provision of goods or services let by a public entity, or which otherwise transacts or applies to transact business with a public entity. The term "person" includes those officers, directors, executives, partners, shareholders, employees, members, and agents who are active in management of an entity.
6. Based on information and belief, the statement which I have marked below is true in relation to the entity submitting this sworn statement. [Indicate which statement applies.]

_____ Neither the entity submitting this sworn statement, nor any of its officers, directors, executives, partners, shareholders, employees, members, or agents who are active in management of the entity, nor any affiliate of the entity has been charged with and convicted of a public entity crime subsequent to July 1, 1989.

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- _____ The entity submitting this sworn statement, or one or more of its officers, directors, executives, partners, shareholders, employees, members, or agents who are active in management of the entity, or an affiliate of the entity has been charged with and convicted of a public entity crime subsequent to July 1, 1989.
- _____ The entity submitting this sworn statement, or one or more of its officers, directors, executives, partners, shareholders, employees, members, or agents who are active in management of the entity, or an affiliate of the entity has been charged with and convicted of a public entity crime subsequent to July 1, 1989. However there has been a subsequent proceeding before a hearing a Hearing Officer of the State of Florida, Division of Administrative Hearings and the Final Order entered by the Hearing Officer determined that it was not in the public interest to place the entity submitting this sworn statement on the convicted vendor list. [Attach a copy of the final order.]

I UNDERSTAND THAT THE SUBMISSION OF THIS FORM TO THE CONTRACTING OFFICER FOR THE PUBLIC ENTITY IDENTIFIED IN PARAGRAPH 1 (ONE) ABOVE IS FOR THAT PUBLIC ENTITY ONLY AND, THAT THIS FORM IS VALID THROUGH DECEMBER 31 OF THE CALENDAR YEAR IN WHICH IT IS FILED. I ALSO UNDERSTAND THAT I AM REQUIRED TO INFORM THE PUBLIC ENTITY PRIOR TO ENTERING INTO A CONTRACT IN EXCESS OF THE THRESHOLD AMOUNT PROVIDED IN SECTION 287.017, FLORIDA STATUTES FOR CATEGORY TWO OF ANY CHANGE IN THE INFORMATION CONTAINED IN THIS FORM.

(signature)

Sworn to and subscribed before me this _____ day of _____, 20__.

Personally known _____ OR Produced identification _____
(Type of identification)

NOTARY PUBLIC

Notary Public - State of _____

My commission expires: _____

Printed, typed, or stamped commissioned name of notary public

MINORITY/WOMEN BUSINESS ENTERPRISE PARTICIPATION PLAN

RESPONDENT _____

Please check the appropriate response:

<u>MWBE Participation Levels</u>	<u>Points</u>
_____ The respondent is certified as a Minority/Woman Business Firm with Leon County, as defined in the County's M/WBE policy.	10
_____ The respondent is a joint venture of two or more firms/individuals with a minimum participation in the joint venture of at least 20% by certified minority/women business firms/individuals.	8
_____ The respondent has certified that a minimum of 15.5% of the ultimate fee will be subcontracted to certified M/WBE Firm(s), and has identified in the proposal the M/WBE Firm(s) that it intends to use.	6
_____ The respondent has no minority/women business participation	0

M/WBE firms and subcontractors must be certified by the City of Tallahassee or Leon County to qualify for M/WBE participation credit. Please provide the following information for each M/WBE. Please indicate minority groups by using the corresponding letters: African American (B), Asian American (A), Hispanic American (H), Native American (N) and Non Minority Female (F). **You must submit proof of certification with your proposal.** Attach additional sheets as necessary.

<u>Name, Address, and Phone</u>	<u>Materials/Services</u>	<u>Amount</u>	<u>Group</u>
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Total Value of M/WBE Participation: \$ _____
 Total Project Base Bid: \$ _____
 M/WBE Participation as % of Total Base Bid: _____ %

The vendor acknowledges the Leon County M/WBE policy and the provisions specified for this RFP. If applicable, vendor certifies that the above list of minority vendors and the respective contract amounts and percentages of the total bid are accurate.

Signed: _____ Title: _____ Date: _____

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**CERTIFICATION REGARDING DEBARMENT, SUSPENSION,
And OTHER RESPONSIBILITY MATTERS
PRIMARY COVERED TRANSACTIONS**

1. The prospective primary participant certifies to the best of its knowledge and belief, that it and its principals:
 - a) Are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any Federal department or agency;
 - b) Have not within a three-year period preceding this been convicted of or had a civil judgement rendered against them for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, State or local) transaction or contract under a public transaction; violation of Federal or State antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, or receiving stolen property;
 - c) Are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (Federal, State or local) with commission of any of these offenses enumerated in paragraph (1)(b) of this certification; and
 - d) Have not within a three-year period preceding this application/proposal had one or more public transactions (Federal, State or local) terminated for cause or default.
2. Where the prospective primary participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this proposal.
3. No subcontract will be issued for this project to any party which is debarred or suspended from eligibility to receive federally funded contracts.

Signature

Title

Contractor/Firm

Address

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EQUAL OPPORTUNITY/AFFIRMATIVE ACTION STATEMENT

1. The contractors and all subcontractors hereby agree to a commitment to the principles and practices of equal opportunity in employment and to comply with the letter and spirit of federal, state, and local laws and regulations prohibiting discrimination based on race, color, religion, national region, sex, age, handicap, marital status, and political affiliation or belief.
2. The contractor agrees to comply with Executive Order 11246, as amended, and to comply with specific affirmative action obligations contained therein.

Signed: _____
Title: _____
Firm: _____
Address: _____
